



**JOSEPH KELLY**  
TREASURER AND TAX COLLECTOR

## COUNTY OF LOS ANGELES TREASURER AND TAX COLLECTOR

KENNETH HAHN HALL OF ADMINISTRATION  
500 WEST TEMPLE STREET, ROOM 437  
LOS ANGELES, CALIFORNIA 90012  
TELEPHONE: (213) 974-2101 FAX: (213) 626-1812




HOME PAGE  
[TTC.LACOUNTY.GOV](http://TTC.LACOUNTY.GOV)

PROPERTY TAX PORTAL  
[LACOUNTYPROPERTYTAX.COM](http://LACOUNTYPROPERTYTAX.COM)

# ADOPTED

BOARD OF SUPERVISORS  
COUNTY OF LOS ANGELES

22 September 8, 2015

  
PATRICK OGAWA  
ACTING EXECUTIVE OFFICER

September 08, 2015

The Honorable Board of Supervisors  
County of Los Angeles  
383 Kenneth Hahn Hall of Administration  
500 West Temple Street  
Los Angeles, California 90012

Dear Supervisors:

**AGREEMENT TO PURCHASE TAX DEFAULTED PROPERTY  
SUBJECT TO THE TAX COLLECTOR'S POWER TO SELL  
AGREEMENT 2712  
(SECOND SUPERVISORIAL DISTRICT) (3 VOTES)**

### **SUBJECT**

Alta Public Schools is seeking to purchase one tax defaulted property through the Chapter 8 Agreement Sale process. The Chapter 8 Agreement Sale is designed to allow eligible government agencies and nonprofit organizations the opportunity to purchase tax-defaulted property for a qualifying public purpose or benefit. Alta Public Schools intends to use the property for the expansion of its existing public charter school.

### **IT IS RECOMMENDED THAT THE BOARD:**

Approve and instruct the Mayor to sign the Purchase Agreement Number 2712 (Agreement), authorizing the Treasurer and Tax Collector (TTC) to sell tax-defaulted property subject to the Tax Collector's power to sell to Alta Public Schools (nonprofit public benefit corporation).

### **PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION**

The property described in this Agreement may be sold in accordance with the provisions of Division 1, Part 6, Chapter 8 of the Revenue and Taxation Code (R&TC), and Board policy, adopted on November 24, 1970. Attachment A of the Agreement indicates the legal description and selling price of the property.

### **Implementation of Strategic Plan Goals**

Approval of the Agreement is in accordance with the Countywide Strategic Plan Goals of Operational Effectiveness/Fiscal Sustainability. Defaulted property taxes and costs are recovered, and the property is identified for appropriate public purpose.

### **FISCAL IMPACT/FINANCING**

Revenue will be provided to the County for apportionment among the affected taxing agencies, which will recover a portion, if not all, of defaulted property taxes, penalties, interest and costs on the property. Any remaining tax balance will be cancelled from the existing tax rolls.

Existing appropriation is available in the TTC budget for publication costs. In accordance with R&TC Section 3798, publishing is the most cost-effective method of giving adequate notification to parties of interest.

### **FACTS AND PROVISIONS/LEGAL REQUIREMENTS**

The Chapter 8 Agreement Sale procedure permits eligible nonprofit organizations to acquire tax-defaulted property subject to the Tax Collector's power to sell, pursuant to R&TC Section 3791, et seq.

Attachment A of the Agreement is a summary of the nonprofit organization's purchase request, which indicates the affected Supervisorial District and the public use for which the property is being acquired. County Counsel has approved the Agreement as to form.

The Agreement includes an Assessor's parcel map showing the dimension and general location of the requested parcel for purchase.

R&TC Section 3794.3 indicates that the Agreement shall take place only if approved by the Board of Supervisors.

In accordance with R&TC Section 3795, following adoption by the Board, the TTC shall submit the Agreement to the State Controller's Office for final approval.

Further, R&TC Section 3798 requires the TTC to publish a notice of the Agreement once a week, for three consecutive weeks, in a newspaper of general circulation published in the County.

Finally, pursuant to R&TC Section 3799, the TTC will attempt to contact the owner(s) and parties of interest to inform them of their tax liabilities and the provisions for the redemption of the property and prior to completing the Agreement Sale.

### **IMPACT ON CURRENT SERVICES (OR PROJECTS)**

Not applicable.

### **CONCLUSION**

Upon approval of the attached Agreement, the TTC requests that the Acting Executive Officer-Clerk

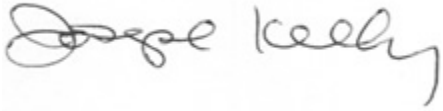
The Honorable Board of Supervisors

9/8/2015

Page 3

of the Board of Supervisors return all original documents for submission to the State Controller, as the State Controller's Office has the final approval of this and all Chapter 8 Agreements.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "Joseph Kelly". The signature is fluid and cursive, with the first name "Joseph" written in a more compact, looped style and the last name "Kelly" written in a more open, flowing style.

Joseph Kelly

Treasurer and Tax Collector

JK:KK:KG:ms

Enclosures

c: Assessor  
Interim Chief Executive Officer  
Auditor-Controller  
Interim County Counsel  
Acting Executive Officer, Board of Supervisors

**SUMMARY OF NONPROFIT ORGANIZATION'S PURCHASE**

**SECOND SUPERVISORIAL DISTRICT**

**AGREEMENT NUMBER 2712**

**AGENCY**

Alta Public Schools  
Nonprofit Corporation

Nonprofit intends to use the property for the expansion of the existing public charter school.

<u>SUPERVISORIAL DISTRICT</u>	<u>LOCATION</u>	<u>PARCEL NUMBER</u>	<u>MINIMUM BID</u>
2nd	COUNTY OF LOS ANGELES	6202-038-048	\$475,000.00

**AGREEMENT NUMBER 2712**  
**ALTA PUBLIC SCHOOLS**  
**SECOND SUPERVISORIAL DISTRICT**

RECORDING REQUESTED BY AND

AFTER RECORDATION, MAIL TO:

TREASURER AND TAX COLLECTOR  
COUNTY OF LOS ANGELES  
225 N. HILL STREET, ROOM 130  
LOS ANGELES, CA 90012

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(Space above line for Recorder's use)

**AGREEMENT FOR SALE AND PURCHASE OF TAX-DEFAULTED REAL  
PROPERTY AND COVENANTS, CONDITIONS, AND RESTRICTIONS  
(APN 6202-038-048)**

*SEE: TAX DEED TO PURCHASER OF TAX-DEFAULTED PROPERTY  
(APN 6202-038-048)*

This Agreement by and between the Board of Supervisors of the County of Los Angeles ("Seller") and Alta Public Schools, a nonprofit corporation organized in accordance with provisions of California law ("Purchaser"), is made effective as of

WHEREAS, as set forth in Purchaser's Articles of Incorporation (Exhibit A) of this Agreement, Purchaser is organized and existing for the purpose of charitable and public purposes.

WHEREAS, the Seller is interested in selling tax-defaulted property subject to the Tax Collector's power to sell to qualified nonprofit organizations for the development or rehabilitation of affordable housing or other uses to serve low-income persons, or for the dedication of vacant land for public use.

NOW, THEREFORE, THE PARTIES AGREE AS FOLLOWS:

1. Subject to approval by the California State Controller and the Los Angeles County Board of Supervisors and subject to termination of redemption rights under Section 3803 of the California Revenue and Taxation Code, Seller agrees to sell to Purchaser that real property described in Exhibit B of this Agreement (the "Property"). The Property was tax defaulted for nonpayment of taxes and is now subject to the Tax Collector's power to sell pursuant to Division 1, Part 6, Chapter 8 of the California Revenue and Taxation Code.

2. The Purchaser agrees to and shall pay the purchase price for the Property as stipulated in Exhibit B, which does not include the mandated notification costs of this Agreement and shall be paid within fourteen days of the effective date of the sale. Attached as Exhibit C is the resolution by Purchaser's Board of Directors authorizing the purchase.
3. The Purchaser shall not commence construction activities upon the Property unless the Purchaser has received express written approval from the appropriate local governing body and obtained all necessary permits.

#### 4. DEFAULT

- a. The following shall constitute events of default:
  - 1) Said Property ceases to be used exclusively for the expansion of the existing public charter school; or
  - 2) A petition in bankruptcy is filed by or against the Purchaser and the petition has not been dismissed or discharged within 180 days of filing.

#### 5. BINDING FOR THE BENEFIT OF THE SELLER

All covenants contained in this Agreement shall be construed as covenants running with the land and shall be binding for the benefit of the Seller and such covenants and restriction shall be in force and effect, without regard to whether the Purchaser is owner or has an interest in the Property for fifteen (15) years. Only the Seller, or its successor, may remove a covenant from the Property prior to that time.

#### 6. NOTICES

Notices under this Agreement shall be given in accordance with applicable statutory requirements. If there are no statutory requirements in effect, notices, demands, requests, elections, approvals, disapprovals, consents or other communications given under this Agreement shall be in writing and shall be given by personal delivery, facsimile, certified mail (return receipt requested), or overnight guaranteed delivery service and addressed or faxed as follows:

If to the Purchaser:

Alta Public Schools  
Xavier Reyes  
Founder/CEO  
2410 Broadway  
Walnut Park, California 90255  
FAX (323) 923-0380

If to the Seller:

Treasurer and Tax Collector  
225 N. Hill Street, Room 130  
Los Angeles, California 90012  
FAX (213) 680-3648

Notices shall be effective upon receipt, if given by personal delivery; upon receipt, if faxed, provided there is written confirmation of receipt (except that if received after 5 p.m., notice shall be deemed received on the next business day); the earlier of (i) three (3) business days after deposit with United States Mail, or (ii) the date of actual receipt as evidenced by the return receipt, if delivered by certified mail; and one (1) day after deposit with the delivery service, if delivered by overnight guaranteed delivery service. Each party shall promptly notify the other party of any change(s) of address or fax to which notice shall be sent pursuant to this Agreement.

### 13. ENTIRE AGREEMENT

This Agreement, with Exhibits A through C, constitutes the entire agreement of the parties.

EXHIBIT A	Purchaser's Articles of Incorporation
EXHIBIT B	Real Property Description and Purchase Price
EXHIBIT C	Resolution by Purchaser's Board of Directors

APPROVED AS TO FORM:  
MARY C. WICKHAM  
Interim County Counsel

By   
Deputy County Counsel

If all or any portion of any individual parcel listed in Exhibit B is redeemed prior to the effective date of this Agreement, this Agreement shall be null and void only as it pertains to that individual parcel.



The undersigned hereby agree to the terms and conditions of this Agreement and are authorized to sign for said agencies.

ATTEST: ALTA PUBLIC SCHOOLS

(seal)

By

Title

ATTEST:

Board of Supervisors  
Los Angeles County

By \_\_\_\_\_  
Clerk of the Board of Supervisors

By \_\_\_\_\_  
Mayor of the Board of Supervisors

By \_\_\_\_\_  
Deputy

(seal)

This Agreement was submitted to me before execution by the board of supervisors and I have compared the same with the records of Los Angeles County relating to the real property described herein.

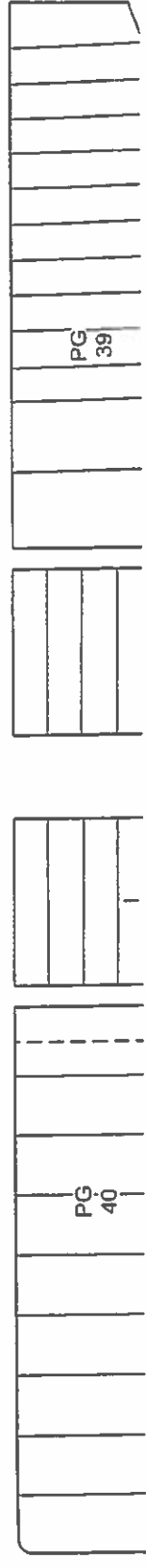
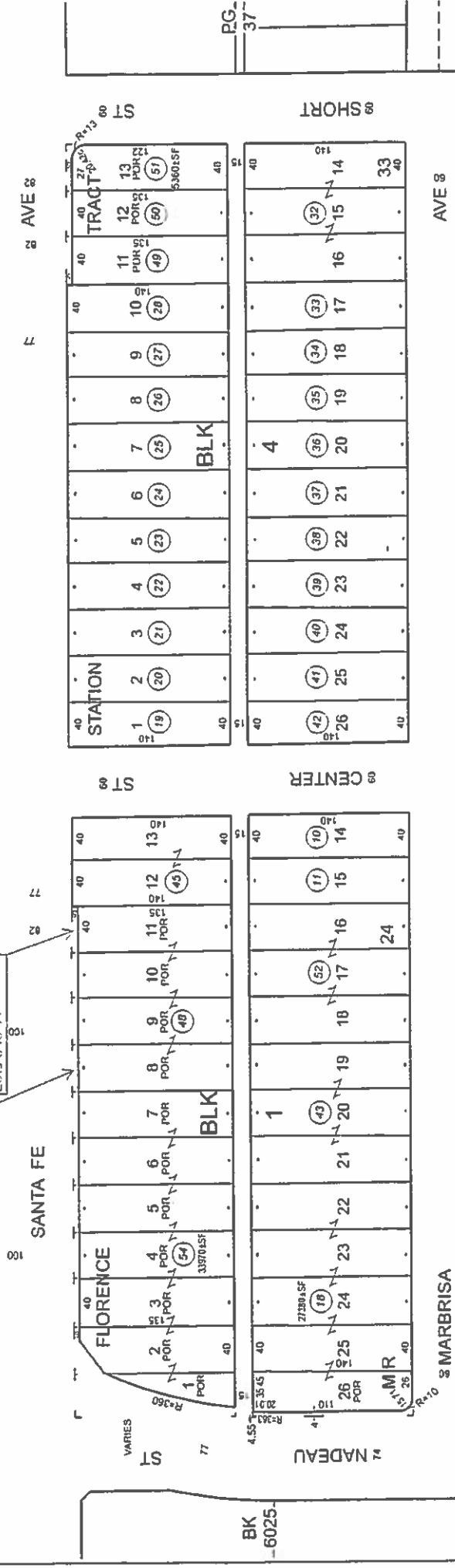
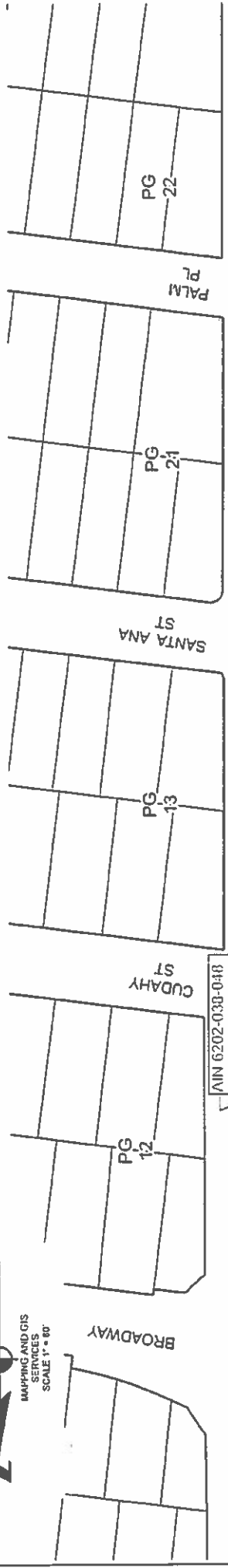
Robert Lee  
Los Angeles County Tax Collector

Pursuant to the provisions of Sections 3793.1 and 3795 of the Revenue and Taxation Code, the Controller agrees to the selling price hereinbefore sets forth and approves the foregoing agreement this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

BETTY T. YEE  
CALIFORNIA STATE CONTROLLER

By: \_\_\_\_\_  
Karen Garcia, Manager  
Government Compensation & Property Tax  
Standards Section

2016



**EXHIBIT A**

**PURCHASER'S ARTICLES OF INCORPORATION**



For Charter

A0746458

January 20, 2011

**STATEMENT OF CONSENT FROM ALTA PUBLIC SCHOOLS FOUNDATION TO ALLOW THE  
INCORPORATION OF "ALTA PUBLIC SCHOOLS"**

Alta Public Schools Foundation, a California nonprofit public benefit corporation located at 2410 Broadway, Walnut Park, CA 90255, hereby gives consent to Academia Moderna to file a Certificate of Amendment of Articles of Incorporation to amend its nonprofit's name to the following exact name:

**ALTA PUBLIC SCHOOLS**

The Alta Public Schools Foundation serves as a supporting organization to Academia Moderna, which is seeking to change its name to Alta Public Schools.

The undersigned declares under penalty of perjury under the laws of the State of California that he is the President of Alta Public Schools Foundation, that the statements contained in the foregoing are true of his own knowledge, and that this declaration was executed on August 21, 2013, at LOS ANGELES, California.

DATE: 08/21/2013

  
Dr. Henry Phillips, President  
Alta Public Schools Foundation

**ARTICLES OF INCORPORATION  
OF  
ALTA PUBLIC SCHOOLS  
(A California Nonprofit Public Benefit Corporation)**

**ENDORSED • FILED**  
In the Office of the Secretary of State  
of the State of California

**MAY 27 2011**

**I.**

The name of the Corporation shall be Alta Public Schools.

**II.**

The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes. The specific purposes for which this Corporation is organized are to manage, operate, guide, direct and promote one or more California public charter schools.

The Corporation is organized and operated exclusively for educational and charitable purposes pursuant to and within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provision of these articles, the Corporation shall not, except to an insubstantial degree, engage in any other activities or exercise of power that do not further the purposes of the Corporation. The Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**III.**

The name and address in the State of California of this Corporation's initial agent for service of process is:

Paul C. Minney  
701 University Ave., Ste. 150  
Sacramento, CA 95825

**IV.**

All corporate property is irrevocably dedicated to the purposes set forth in the second article above. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any of its directors, members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article II.

No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not

participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Subject to the provisions of the nonprofit public benefit provisions of the Nonprofit Corporation Law of the State of California, and any limitations in the articles or bylaws relating to action to be approved by the members or by a majority of all members, if any, the activities and affairs of this Corporation shall be conducted and all the powers shall be exercised by or under the direction of the board of directors.

The number of directors shall be as provided for in the bylaws. The bylaws shall prescribe the qualifications, mode of election, and term of office of directors.

#### V.

The authorized number and qualifications of members of the corporation, if any, the different classes of membership, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

#### VI.

Upon the dissolution or winding up of the Corporation, its assets remaining after payment of all debts and liabilities of the Corporation, shall be distributed to a nonprofit fund, foundation, or association which is organized and operated exclusively for educational, public or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

Dated: 5/26/11

Kimberly Rodriguez  
Kimberly Rodriguez, Incorporator



I hereby certify that the foregoing  
transcript of \_\_\_\_\_ page(s)  
is a full, true and correct copy of the  
original record in the custody of the  
California Secretary of State's office.

MAY 31 2011

Date: \_\_\_\_\_

*Debra Bowen*

DEBRA BOWEN, Secretary of State

A0766805

FILED *SW*Secretary of State  
State of California3063338  
CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION  
OF ALTA PUBLIC SCHOOLS

FEB 13 2015

IPC *TR*

The undersigned certify that:

1. They are the president and the secretary, respectively, of Alta Public Schools, a California corporation.
2. Article II of the Articles of Incorporation of this corporation is amended to read as follows:

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under California Nonprofit Public Benefit Corporation Law for public and charitable purposes. The specific purpose of this corporation is to manage, operate, guide, direct and promote one or more charter schools, and conduct or perform any ancillary or related activities in furtherance thereof including but not limited to acquiring land and dedicating same to public use and/or for benefit of and use by low-income persons. Subject to Article IV.B of these articles, this corporation shall be permitted to conduct other lawful activities permitted under the California Nonprofit Public Benefit Corporation Law.

3. The foregoing amendment of the Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 02/12/15

  
Jeffrey Phillips  
PRESIDENT

DATE: 02/12/15

  
Bobbi Shimano  
SECRETARY



**FIRST AMENDMENT  
TO  
BYLAWS OF  
OF  
ALTA PUBLIC SCHOOLS**

1. The first paragraph of the Bylaws (the "Bylaws") of Alta Public Schools, a California nonprofit public benefit corporation, formerly known as Academia Moderna, Inc., (the "Corporation"), bearing the heading "**NAME OF CORPORATION**", is hereby amended to read:  
"The name of this Corporation is Alta Public Schools."
2. Except as set forth herein, the Bylaws shall remain in full force and effect.

**BYLAWS OF**  
**Alta Public Schools**  
(A California Nonprofit Public Benefit Corporation)

**ARTICLE I**  
**NAME**

Section 1.      **NAME.** The name of this corporation is Alta Public Schools.

**ARTICLE II**  
**PRINCIPAL OFFICE OF THE CORPORATION**

Section 1.      **PRINCIPAL OFFICE OF THE CORPORATION.** The principal office for the transaction of the activities and affairs of this corporation is 2410 BROADWAY, WALNUT PARK, CA 90255, State of California. The Board of Directors may change the location of the principal office. Any such change of location must be noted by the Secretary on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

Section 2.      **OTHER OFFICES OF THE CORPORATION.** The Board of Directors may at any time establish branch or subordinate offices at any place or places where this corporation is qualified to conduct its activities.

**ARTICLE III**  
**GENERAL AND SPECIFIC PURPOSES; LIMITATIONS**

Section 1.      **GENERAL AND SPECIFIC PURPOSES.** The purpose of this corporation is to manage, operate, guide, direct and promote one or more California public charter schools. Also in the context of these purposes, the Corporation shall not, except to an insubstantial degree engage in any other activities or exercise of power that do not further the purposes of the Corporation.

The Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**ARTICLE IV**  
**CONSTRUCTION AND DEFINITIONS**

Section 1.      **CONSTRUCTION AND DEFINITIONS.** Unless the context indicates otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit

Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, and the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

## **ARTICLE V DEDICATION OF ASSETS**

Section 1. **DEDICATION OF ASSETS.** This corporation's assets are irrevocably dedicated to public benefit purposes as set forth in the Charter School's Charter. No part of the net earnings, properties, or assets of the corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any director or officer of the corporation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c)(3).

## **ARTICLE VI CORPORATIONS WITHOUT MEMBERS**

Section 1. **CORPORATIONS WITHOUT MEMBERS.** This corporation shall have no voting members within the meaning of the Nonprofit Corporation Law. The corporation's Board of Directors may, in its discretion, admit individuals to one or more classes of nonvoting members; the class or classes shall have such rights and obligations as the Board of Directors finds appropriate.

## **ARTICLE VII BOARD OF DIRECTORS**

Section 1. **GENERAL POWERS.** Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation or bylaws, the corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors ("Board"). The Board may delegate the management of the corporation's activities to any person(s), management company or committees, however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

Section 2. **SPECIFIC POWERS.** Without prejudice to the general powers set forth in Section 1 of these bylaws, but subject to the same limitations, the Board of Directors shall have the power to:

- a. Appoint and remove, at the pleasure of the Board of Directors, all corporate officers, agents, and employees; prescribe powers and duties for them as are consistent with

the law, the articles of incorporation, and these bylaws; fix their compensation; and require from them security for faithful service.

- b. Change the principal office or the principal business office in California from one location to another; cause the corporation to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities in or outside California; and designate a place in California for holding any meeting of members.
- c. Borrow money and incur indebtedness on the corporation's behalf and cause to be executed and delivered for the corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.
- d. Adopt and use a corporate seal; prescribe the forms of membership certificates; and alter the forms of the seal and certificates.

Section 3. DESIGNATED DIRECTORS AND TERMS. All directors shall have full voting rights, including any representative appointed by the charter authorizer as consistent with Education Code Section 47604(b). All directors shall be designated by the existing Board of Directors. The Board of Directors shall consist of at least four (4) directors unless changed by amendment to these bylaws. The Board composition shall include one (1) parent representative from each charter school operated by Alta Public Schools and two (2) to five (5) community members. In addition, in accordance with Education Code Section 47604(b), the authority that grants the charter to a charter school to be operated by a nonprofit public benefit corporation shall be entitled to a single representative on the Board of Directors.

Except for the initial Board of Directors, each director shall hold office unless otherwise removed from office in accordance with these bylaws for three (3) year(s) and until a successor director has been designated and qualified. Terms for the initial Board of Directors shall be staggered as drawn by lot with four (4) seats serving a three (3) year term and three (3) seats serving a two (2) term.

<u>NAME</u>	<u>EXPIRATION OF TERM</u>
Nestor Enrique Valencia	June 1, 2012
Edith Morris	June 1, 2012
Mildred Cunningham	June 1, 2012
Jeffrey Phillips	June 1, 2013
Robert Cano	June 1, 2013
Joana Florez	June 1, 2013
Hugo Gonzalez	September 1, 2011

Section 4. DIRECTORS' TERM. Each director shall hold office for three (3) years and until a successor director has been designated and qualified.

Section 5.     **NOMINATIONS BY COMMITTEE.** The Chairman of the Board of Directors or, if none, the President will appoint a committee to designate qualified candidates for election to the Board of Directors at least thirty (30) days before the date of any election of directors. The nominating committee shall make its report at least seven (7) days before the date of the election or at such other time as the Board of Directors may set and the Secretary shall forward to each Board member, with the notice of meeting required by these bylaws, a list of all candidates nominated by committee.

Section 6.     **USE OF CORPORATE FUNDS TO SUPPORT NOMINEE.** If more people have been nominated for director than can be elected, no corporation funds may be expended to support a nominee without the Board's authorization.

Section 7.     **EVENTS CAUSING VACANCIES ON BOARD.** A vacancy or vacancies on the Board of Directors shall occur in the event of (a) the death, resignation, or removal of any director; (b) the declaration by resolution of the Board of Directors of a vacancy in the office of a director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under California Nonprofit Public Benefit Corporation Law, Chapter 2, Article 3; (c) the increase of the authorized number of directors; and (d) the failure of the members, at any meeting of members at which any director or directors are to be elected, to elect the number of directors required to be elected at such meeting.

Section 8.     **RESIGNATION OF DIRECTORS.** Except as provided below, any director may resign by giving written notice to the Chairman of the Board, if any, or to the President, or the Secretary, or to the Board. The resignation shall be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the Board of Directors may elect a successor to take office as of the date when the resignation becomes effective.

Section 9.     **DIRECTOR MAY NOT RESIGN IF NO DIRECTOR REMAINS.** Except on notice to the California Attorney General, no director may resign if the corporation would be left without a duly elected director or directors.

Section 10.    **REMOVAL OF DIRECTORS.** Any director may be removed, with or without cause, by the vote of the majority of the members of the entire Board of Directors at a special meeting called for that purpose, or at a regular meeting, provided that notice of that meeting and of the removal questions are given in compliance with the provisions of the Ralph M. Brown Act. (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code). Any vacancy caused by the removal of a director shall be filled as provided in Section 12.

Section 11.    **VACANCIES FILLED BY BOARD.** Vacancies on the Board of Directors may be filled by approval of the Board of Directors or, if the number of directors then in office is less than a quorum, by (a) the unanimous consent of the directors then in office, (b) the affirmative vote of a majority of the directors then in office at a meeting held according to notice or waivers of notice complying with Corporations Code Section 5211, or (c) a sole remaining director.

Section 12. NO VACANCY ON REDUCTION OF NUMBER OF DIRECTORS. Any reduction of the authorized number of directors shall not result in any directors being removed before his or her term of office expires.

Section 13. PLACE OF BOARD OF DIRECTORS MEETINGS. Meetings shall be held at the principal office of the Corporation. The Board of Directors may designate that a meeting be held at any place within California that has been designated by resolution of the Board of Directors or in the notice of the meeting. All meetings of the Board of Directors shall be called, held and conducted in accordance with the terms and provisions of the Ralph M. Brown Act, California Government Code Sections 54950, et seq., as said chapter may be modified by subsequent legislation.

Section 14. MEETINGS: ANNUAL MEETINGS. All meetings of the Board of Directors and its committees shall be called, noticed, and held in compliance with the provisions of the Ralph M. Brown Act ("Brown Act"). (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code).

The Board of Directors shall meet annually for the purpose of organization, appointment of officers, and the transaction of such other business as may properly be brought before the meeting. This meeting shall be held at a time, date, and place as may be specified and noticed by resolution of the Board of Directors.

Section 15. REGULAR MEETINGS. Regular meetings of the Board of Directors, including annual meetings, shall be held at such times and places as may from time to time be fixed by the Board of Directors. At least 72 hours before a regular meeting, the Board of Directors, or its designee shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting.

Section 16. SPECIAL MEETINGS. Special meetings of the Board of Directors for any purpose may be called at any time by the Chairman of the Board of Directors, if there is such an officer, or the President, or the Secretary, or a majority of the Board of Directors. The party calling a special meeting shall determine the place, date, and time thereof.

Section 17. NOTICE OF SPECIAL MEETINGS. In accordance with the Brown Act, special meetings of the Board of Directors may be held only after twenty-four (24) hours notice is given to each director and to the public through the posting of an agenda. Pursuant to the Brown Act, the Board of Directors shall adhere to the following notice requirements for special meetings:

- a. Any such notice shall be addressed or delivered to each director at the director's address as it is shown on the records of the Corporation, or as may have been given to the Corporation by the director for purposes of notice, or, if an address is not shown on the Corporation's records or is not readily ascertainable, at the place at which the meetings of the Board of Directors are regularly held.
- b. Notice by mail shall be deemed received at the time a properly addressed written notice is deposited in the United States mail, postage prepaid. Any other written notice shall be deemed received at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or is actually transmitted by the person giving the notice by electronic means to the recipient. Oral notice shall be deemed received at the time it is communicated, in person or by telephone or wireless, to the recipient or to a person at the office of the recipient whom the person giving the notice has reason to believe will promptly communicate it to the receiver.
- c. The notice of special meeting shall state the time of the meeting, and the place if the place is other than the principal office of the Corporation, and the general nature of the business proposed to be transacted at the meeting. No business, other than the business the general nature of which was set forth in the notice of the meeting, may be transacted at a special meeting.

Section 18. QUORUM. A majority of the directors then in office shall constitute a quorum. All acts or decisions of the Board of Directors will be by majority vote based upon the presence of a quorum. Should there be fewer than a majority of the directors present at any meeting, the meeting shall be adjourned. Directors may not vote by proxy.

Section 19. TELECONFERENCE MEETINGS. Members of the Board of Directors may participate in teleconference meetings so long as all of the following requirements in the Brown Act are complied with:

- a. At a minimum, a quorum of the members of the Board of Directors shall participate in the teleconference meeting from locations within the boundaries of the school district in which the Charter School operates;
- b. All votes taken during a teleconference meeting shall be by roll call;
- c. If the Board of Directors elects to use teleconferencing, it shall post agendas at all teleconference locations with each teleconference location being identified in the notice and agenda of the meeting;
- d. All locations where a member of the Board of Directors participates in a meeting via teleconference must be fully accessible to members of the public and shall be listed on the agenda;<sup>1</sup>

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<sup>1</sup> This means that members of the Board of Directors who choose to utilize their homes or offices as teleconference locations must open these locations to the public and accommodate any members of the public who wish to attend the meeting at that location.

- e. Members of the public must be able to hear what is said during the meeting and shall be provided with an opportunity to address the Board of Directors directly at each teleconference location; and
- f. The agenda shall indicate that members of the public attending a meeting conducted via teleconference need not give their name when entering the conference call.<sup>2</sup>

Section 20. ADJOURNMENT. A majority of the directors present, whether or not a quorum is present, may adjourn any Board of Directors meeting to another time or place. If a meeting is adjourned for more than twenty-four (24) hours, notice of such adjournment to another time or place shall be given, prior to the time schedule for the continuation of the meeting, to the directors who were not present at the time of the adjournment, and to the public in the manner prescribed by any applicable public open meeting law.

Section 21. COMPENSATION AND REIMBURSEMENT. Directors may not receive compensation for their services as directors or officers, only such reimbursement of expenses as the Board of Directors may establish by resolution to be just and reasonable as to the corporation at the time that the resolution is adopted.

Section 22. CREATION AND POWERS OF COMMITTEES. The Board, by resolution adopted by a majority of the directors then in office, may create one or more committees, each consisting of two or more directors and no one who is not a director, to serve at the pleasure of the Board. Appointments to committees of the Board of Directors shall be by majority vote of the authorized number of directors. The Board of Directors may appoint one or more directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee shall have all the authority of the Board, to the extent provided in the Board of Directors' resolution, except that no committee may:

- a. Take any final action on any matter that, under the California Nonprofit Public Benefit Corporation Law, also requires approval of the members or approval of a majority of all members;
- b. Fill vacancies on the Board of Directors or any committee of the Board;
- c. Fix compensation of the directors for serving on the Board of Directors or on any committee;
- d. Amend or repeal bylaws or adopt new bylaws;
- e. Amend or repeal any resolution of the Board of Directors that by its express terms is not so amendable or subject to repeal;
- f. Create any other committees of the Board of Directors or appoint the members of committees of the Board;

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<sup>2</sup> The Brown Act prohibits requiring members of the public to provide their names as a condition of attendance at the meeting.



- g. Expend corporate funds to support a nominee for director if more people have been nominated for director than can be elected; or
- h. Approve any contract or transaction to which the corporation is a party and in which one or more of its directors has a material financial interest.

Section 23. MEETINGS AND ACTION OF COMMITTEES. Meetings and actions of committees of the Board of Directors shall be governed by, held, and taken under the provisions of these bylaws concerning meetings, other Board of Directors' actions, and the Brown Act, if applicable, except that the time for general meetings of such committees and the calling of special meetings of such committees may be set either by Board of Directors' resolution or, if none, by resolution of the committee. Minutes of each meeting shall be kept and shall be filed with the corporate records. The Board of Directors may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the Board of Directors has not adopted rules, the committee may do so.

Section 24. NON-LIABILITY OF DIRECTORS. No director shall be personally liable for the debts, liabilities, or other obligations of this corporation.

Section 25. COMPLIANCE WITH LAWS GOVERNING STUDENT RECORDS. The Charter School and the Board of Directors shall comply with all applicable provisions of the Family Education Rights Privacy Act ("FERPA") as set forth in Title 20 of the United States Code Section 1232g and attendant regulations as they may be amended from time to time.

Section 26. COMPLIANCE WITH CONFLICTS OF INTEREST LAWS. The Charter School and the Board shall comply with applicable conflict of interest laws, including the Political Reform Act and California Corporations Code, as well as charter school specific conflicts laws as may imposed by reference in the charters of the charter schools operated by Alta Public Schools.

## ARTICLE VIII OFFICERS OF THE CORPORATION

Section 1. OFFICES HELD. The officers of this corporation shall be a President, a Secretary, and a Treasurer. The corporation, at the Board's direction, may also have a Chairman of the Board, one or more Vice-Presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as may be appointed under Article VIII, Section 4, of these bylaws.

Section 2. DUPLICATION OF OFFICE HOLDERS. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as either the President or the Chairman of the Board.

Section 3. ELECTION OF OFFICERS. The officers of this corporation shall be chosen annually by the Board of Directors and shall serve at the pleasure of the Board.

Section 4. APPOINTMENT OF OTHER OFFICERS. The Board of Directors may appoint and authorize the Chairman of the Board, the President, or another officer to appoint any other officers that the corporation may require. Each appointed officer shall have the title and authority, hold office for the period, and perform the duties specified in the bylaws or established by the Board.

Section 5. REMOVAL OF OFFICERS. The Board of Directors may remove any officer with or without cause. An officer who was not chosen by the Board of Directors may be removed by any other officer on whom the Board of Directors confers the power of removal.

Section 6. RESIGNATION OF OFFICERS. Any officer may resign at any time by giving written notice to the Board. The resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the corporation under any contract to which the officer is a party.

Section 7. VACANCIES IN OFFICE. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for normal appointment to that office, provided, however, that vacancies need not be filled on an annual basis.

Section 8. CHAIRMAN OF THE BOARD. If a Chairman of the Board of Directors is elected, he or she shall preside at the Board of Directors' meetings and shall exercise and perform such other powers and duties as the Board of Directors may assign from time to time. If there is no President, the Chairman of the Board of Directors shall also be the chief executive officer and shall have the powers and duties of the President of the corporation set forth in these bylaws. If a Chairman of the Board of Directors is elected, there shall also be a Vice-Chairman of the Board of Directors. In the absence of the Chairman, the Vice-Chairman shall preside at Board of Directors meetings and shall exercise and perform such other powers and duties as the Board of Directors may assign from time to time.

Section 9. PRESIDENT. The President, also known as the Chief Executive Officer, shall be the general manager of the corporation and shall supervise, direct, and control the corporation's activities, affairs, and officers as fully described in any applicable employment contract, agreement, or job specification. The President shall have such other powers and duties as the Board of Directors or the bylaws may require. If there is no Chairman of the Board, the President shall also preside at the Board of Directors' meetings.

Section 10. VICE-PRESIDENTS. If the President is absent or disabled, the Vice-Presidents, if any, in order of their rank as fixed by the Board, or, if not ranked, a Vice-President designated by the Board, shall perform all duties of the President. When so acting, a Vice-President shall have all powers of and be subject to all restrictions on the President. The Vice-Presidents shall

have such other powers and perform such other duties as the Board of Directors or the bylaws may require.

Section 11. SECRETARY. The Secretary shall keep or cause to be kept, at the corporation's principal office or such other place as the Board of Directors may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes of meetings shall include the time and place that the meeting was held; whether the meeting was annual, regular, special, or emergency and, if special or emergency, how authorized; the notice given; and the names of the directors present at Board of Directors and committee meetings.

The Secretary shall keep or cause to be kept, at the principal California office, a copy of the articles of incorporation and bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and of committees of the Board of Directors that these bylaws require to be given. The Secretary shall keep the corporate seal, if any, in safe custody and shall have such other powers and perform such other duties as the Board of Directors or the bylaws may require.

Section 12. TREASURER. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the corporation's properties and transactions. The Treasurer shall send or cause to be given to directors such financial statements and reports as are required to be given by law, by these bylaws, or by the Board. The books of account shall be open to inspection by any director at all reasonable times.

The Treasurer shall (a) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the Board of Directors may designate; (b) disburse the corporation's funds as the Board of Directors may order; (c) render to the President, Chairman of the Board, if any, and the Board, when requested, an account of all transactions as Treasurer and of the financial condition of the corporation; and (d) have such other powers and perform such other duties as the Board or the bylaws may require.

If required by the Board, the Treasurer shall give the corporation a bond in the amount and with the surety or sureties specified by the Board of Directors for faithful performance of the duties of the office and for restoration to the corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer on his or her death, resignation, retirement, or removal from office.

## **ARTICLE IX CONTRACTS WITH DIRECTORS**

Section 1. CONTRACTS WITH DIRECTORS. The Corporation shall comply with applicable federal and state laws, nonprofit integrity standards, and LAUSD's Charter School policies and regulations regarding ethics and conflicts of interest.

## **ARTICLE X CONTRACTS WITH NON-DIRECTOR DESIGNATED EMPLOYEES**

Section 1. **CONTRACTS WITH NON-DIRECTOR DESIGNATED EMPLOYEES.** The Corporation shall not enter into a contract or transaction in which a non-director designated employee (e.g., officers and other key decision-making employees) directly or indirectly has a material financial interest unless all of the requirements in the Alta Public Schools Conflict of Interest Policy have been fulfilled.

## **ARTICLE XI LOANS TO DIRECTORS AND OFFICERS**

Section 1. **LOANS TO DIRECTORS AND OFFICERS.** This corporation shall not lend any money or property to or guarantee the obligation of any director or officer without the approval of the California Attorney General; provided, however, that the corporation may advance money to a director or officer of the corporation for expenses reasonably anticipated to be incurred in the performance of his or her duties if that director or officer would be entitled to reimbursement for such expenses of the corporation.

## **ARTICLE XII INDEMNIFICATION**

Section 1. **INDEMNIFICATION.** To the fullest extent permitted by law, this corporation shall indemnify its directors, officers, employees, and other persons described in Corporations Code Section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the corporation by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in that section of the Corporations Code.

On written request to the Board of Directors by any person seeking indemnification under Corporations Code Section 5238 (b) or Section 5238 (c) the Board of Directors shall promptly decide under Corporations Code Section 5238 (e) whether the applicable standard of conduct set forth in Corporations Code Section 5238 (b) or Section 5238 (c) has been met and, if so, the Board of Directors shall authorize indemnification.

## **ARTICLE XIII INSURANCE**

Section 1. **INSURANCE.** This corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its directors, officers, employees, and other agents, to cover any liability asserted against or incurred by any director, officer, employee, or agent in such capacity or arising from the director's, officer's, employee's, or agent's status as such.

## **ARTICLE XIV MAINTENANCE OF CORPORATE RECORDS**

Section 1. MAINTENANCE OF CORPORATE RECORDS. This corporation shall keep:

- a. Adequate and correct books and records of account;
- b. Written minutes of the proceedings of the Board and committees of the Board; and
- c. Such reports and records as required by law.

## ARTICLE XV INSPECTION RIGHTS

Section 1. DIRECTORS' RIGHT TO INSPECT. Every director shall have the right at any reasonable time to inspect the corporation's books, records, documents of every kind, physical properties, and the records of each subsidiary as permitted by California and federal law. The inspection may be made in person or by the director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents as permitted by California and federal law. This right to inspect may be circumscribed in instances where the right to inspect conflicts with California or federal law (e.g., restrictions on the release of educational records under FERPA) pertaining to access to books, records, and documents.

Section 2. ACCOUNTING RECORDS AND MINUTES. On written demand on the corporation, any director may inspect, copy, and make extracts of the accounting books and records and the minutes of the proceedings of the Board of Directors and committees of the Board of Directors at any reasonable time for a purpose reasonably related to the director's interest as a director. Any such inspection and copying may be made in person or by the director's agent or attorney. This right of inspection extends to the records of any subsidiary of the corporation.

Section 3. MAINTENANCE AND INSPECTION OF ARTICLES AND BYLAWS. This corporation shall keep at its principal California office the original or a copy of the articles of incorporation and bylaws, as amended to the current date, which shall be open to inspection by the directors at all reasonable times during office hours. If the corporation has no business office in California, the Secretary shall, on the written request of any director, furnish to that director a copy of the articles of incorporation and bylaws, as amended to the current date.

## ARTICLE XVI REQUIRED REPORTS

Section 1. ANNUAL REPORTS. The Board of Directors shall cause an annual report to be sent to itself (the members of the Board of Directors) within 120 days after the end of the corporation's fiscal year. That report shall contain the following information, in appropriate detail:

- a. The assets and liabilities, including the trust funds, or the corporation as of the end of the fiscal year;

- b. The principal changes in assets and liabilities, including trust funds;
- c. The corporation's revenue or receipts, both unrestricted and restricted to particular purposes;
- d. The corporation's expenses or disbursement for both general and restricted purposes;
- e. Any information required under these bylaws; and
- f. An independent accountant's report or, if none, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the corporation's books and records.

Section 2. ANNUAL STATEMENT OF CERTAIN TRANSACTIONS AND INDEMNIFICATIONS. As part of the annual report to all directors, or as a separate document if no annual report is issued, the corporation shall, within 120 days after the end of the corporation's fiscal year, annually prepare and mail or deliver to each director and furnish to each director a statement of any transaction or indemnification of the following kind:

- a. Any transaction (i) in which the corporation, or its parent or subsidiary, was a party, (ii) in which an "interested person" had a direct or indirect material financial interest, and (iii) which involved more than \$50,000 or was one of several transactions with the same interested person involving, in the aggregate, more than \$50,000. For this purpose, an "interested person" is either:
  - (1) Any director or officer of the corporation, its parent, or subsidiary (but mere common directorship shall not be considered such an interest); or
  - (2) Any holder of more than 10 percent of the voting power of the corporation, its parent, or its subsidiary. The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the corporation, the nature of their interest, provided that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated.

## ARTICLE XVII BYLAW AMENDMENTS

Section 1. BYLAW AMENDMENTS. The Board of Directors may adopt, amend or repeal any of these Bylaws by a majority of the directors present at a meeting duly held at which a quorum is present, except that no amendment shall change any provisions of the charters that created the charter schools operated by Alta Public schools or make any provisions of these Bylaws inconsistent with those charters, the corporation's Articles of Incorporation, or any laws.

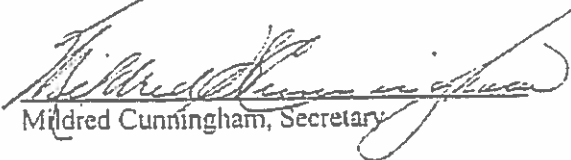
**ARTICLE XVIII**  
**FISCAL YEAR**

Section 1. FISCAL YEAR OF THE CORPORATION. The fiscal year of the Corporation shall begin on July 1<sup>st</sup> and end on June 30<sup>th</sup> of each year.

### CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of Alta Public Schools, a California nonprofit public benefit corporation; that these bylaws, consisting of 15 pages, are the bylaws of this corporation as adopted by the Board of Directors on June 1, 2011; and that these bylaws have not been amended or modified since that date.

Executed on December 2, 2012 at 1074 - 14th St, California.

  
Mildred Cunningham, Secretary



## EXHIBIT B

### REAL PROPERTY DESCRIPTION AND PURCHASE PRICE

ITEM	DESCRIPTION
Address	8001 SANTA FE AVE, HUNTINGTON PARK, CA 90255 - 6632
Assessor's Parcel No.	6202-038-048
Legal Description:	FLORENCE STATION TRACT EX OF ST LOTS 8 THRU 11
Agreement Number	2712
Supervisory District	2
Location	COUNTY OF LOS ANGELES
First Year of Delinquency	1987
Default Year	1988
Purchase Price	\$ 475,000*
Purpose of Acquisition	TO EXPAND THE EXISTING PUBLIC CHARTER SCHOOL

\*The purchase price quoted on this Exhibit "B" is pursuant to California Revenue and Taxation Code Section 3793.1(b), which states, if the property or property interests have been offered for sale under the provisions of Chapter 7 (commencing with Section 3691) at least once and no acceptable bids therefor have been received, the tax collector may, in his or her discretion and with the approval of the board of supervisors, offer that property or those interests at a minimum price that the tax collector deems appropriate. In addition, all costs related to the sale will be added to this price as follows: Cost of Notification, Cost of Publication, Cost of Postage, STPTS Fees, Title Report Fee and Forfeited State Lands Fee.

Agreement Number 2712

## **EXHIBIT C**

### **RESOLUTION BY PURCHASER'S BOARD OF DIRECTORS**



BOARD RESOLUTION – September 10, 2013

ENTERING INTO A NON-OBJECTION PROPERTY PURCHASE PROCESS WITH THE COUNTY OF  
LOS ANGELES TRASURER AND TAX COLLECTOR

WHEREAS, Alta Public Schools, has been chartered as an independent school through the Los Angeles Unified School District;

WHEREAS, Alta Public Schools is sanctioned by the State of California as a Local Education Agency for the purposes of providing free education services to the local community;

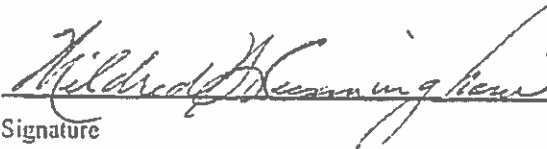
WHEREAS, Alta Public Schools is in need of additional space to provide further educational services to the local communities of South Los Angeles, South Gate, Walnut Park, Huntington Park and Florence-Firestone;

WHEREAS, Alta Public Schools has cleaned, repaired, maintained and occupied the abandoned property located at 8001 Santa Fe Avenue, Huntington Park, CA 90255, AIN: 6202-0038-048, which is across the street from our home site, Academia Moderna, 2410 Broadway, Walnut Park, CA 90255;

NOW THEREFORE BE IT RESOLVED, that because Alta Public Schools continuously cleaned, repaired, maintained, and occupied aid property, Alta Public Schools would like the opportunity to purchase said property from the County of los Angeles treasurer and Tax Collector for public benefit and with all its responsibilities.

CERTIFICATION OF SECRETARY

I, Mildred Cunningham, Secretary of ALTA PUBLIC SCHOOLS Board of Directors do hereby certify that the above is a true and correct excerpt from the minutes of the meeting of the board of directors of the Alta Public Schools, held on the 10th day of September, 20 13, at which meeting a quorum was present.

  
Signature